

Stimple, Brad

From: Danielle Chamberlin [dchamberlin@pksglaw.com]
Sent: Tuesday, February 18, 2014 3:27 PM
To: Kevin.Clark@wcaa.us
Cc: Paula Boase (paula.boase@dccwf.org); Stimple, Brad; Neil Silver
Subject: Willow Run Loan Documents
Attachments: 1 30 14 Willow Run BCRLF Agr.DOC; Promissory Note.DOC

Kevin,

Attached are the final approved loan documents for the above-referenced project. Please have two sets executed and delivered to Paula. She will execute and return one set to you. If you have not already paid the loan fee, please do so when you forward the documents to her.

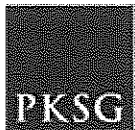
Thank you.

Danielle Chamberlin
Legal Assistant
PORRITT, KECSKES, SILVER & GADD, P.C.
436 S. Broadway, Suite E
Lake Orion, Michigan 48362
Phone: (248) 814-6664
Fax: (248) 814-6913
E-mail: dchamberlin@pksglaw.com

LOAN DOCUMENTS NOT RELEASABLE
AS OF TODAY, 4-30-14,
NOT YET EXECUTED

DISC 4-30-14

www.PKSGlaw.com



PORRITT,
KECSKES,
SILVER &
GADD, PC

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Loan documents were reviewed by legal counsel and USEPA. The USEPA administrative record documents were prepared and reviewed by USEPA. Activities conducted to date have included asbestos abatement, removal and disposal of PCB lighting and equipment and mercury switches, removal and disposal of ASTs and hydraulic fluids etc. in building components, and the removal of a closed in place UST. In addition, with the exception of an office building and the oldest portion of the manufacturing building which was discovered during demolition activities, all above grade structures have been removed. These structures will now be kept as part of the redevelopment (a change to the original redevelopment plan). Furthermore, all building slabs and foundation substructures have been removed from the eastern portion of property. Soil gas sampling across the subject property (in conjunction with the MDEQ) has been conducted. Subsurface remediation activities are anticipated to be completed next Quarter.

Will Run Airport – Hangar #2, Van Buren Township, Michigan

The Wayne County Airport Authority has been awarded a \$600,000 loan to conduct hazardous material abatement activities of the property.

Occupying approximately 2,600 acres, Willow Run Airport serves cargo, corporate and general aviation clients. The airport ranks as the fourth largest airport in the State of Michigan. As an operator of Will Run Airport, the Wayne County Airport Authority is committed to redeveloping Hangar #2 into a modern Aircraft Renewal Complex. Hangar #2 is an eight-bay, 235,000 square foot hangar facility that was originally used as an inspection facility for completed B-24 bombers prior to their initial flight. Over the course of the years, the hangar has continued to be used for a variety of aircraft maintenance, testing, and support services through 2010.

Hangar #2 has been identified as the highest priority for redevelopment at Willow Run Airport. The site, with the hangar removed, will provide a prime location for aviation related businesses currently within or relocating to the area. The demolition of Hangar #2 will allow for the site to be more marketable.

A Site Eligibility has been approved by the USEPA. Loan documents and the USEPA administrative record documents are being prepared.

Pump House, Monroe, Michigan

The Port of Monroe has been awarded a \$300,000 loan to conduct cleanup of the property. Cleanup will include hazardous material abatement and site capping. This cleanup will ultimately lead to the demolition of the pump house property.

The property is developed with a 12,900 square foot building that was constructed in 1918 and formerly used as a filtration plant that supplied filtered river water to the adjoining paper mill from the early 1900s to the 1950s. After the pump house was no longer needed for production, the building was used for offices and the storage of equipment. The property has been vacant and unused since approximately the early 1990s. The former filtering and testing equipment is gone but the pumps, piping, and pits remain.

The property is inhibiting the revitalization of the surrounding area. In addition, the associated northern adjoining former paper mill property has recently been designated as America's newest National

FROM MOST RECENT
PROGRESS REPORT #17 3
DOWN RIVER COMMUNITY CONF. - EPA - BROWNFIELD'S RLF
BSEP 6 4-30-14

Stimple, Brad

From: Rob Clark [rclark@ttlassoc.com]
Sent: Friday, August 30, 2013 3:17 PM
To: Stimple, Brad
Subject: DCC RLF Eligibility Willow Run Airport Hangar 2
Attachments: RLF Eligibility Determination Willow Run Airport Hangar 2 083013.pdf

Brad,

Please find attached the Site and Borrower Eligibility information for the Willow Run Airport Hangar 2 project. The Wayne County Airport Authority (proposed borrower) plans to use funds from the Downriver Community Conference's 2009 U.S. EPA Revolving Loan Fund Grant to remove asbestos-containing building materials from Hangar #2, prior to demolition of the hangar. Hangar 2 has been vacant since 2010 and is a prime location for aviation-related redevelopment, but the demolition costs, particularly those associated with the removal of the asbestos, have been an impediment to redevelopment.

Let me know if you have any questions or need any additional information.

Thanks,
Rob

Rob Clark
TTL Associates, Inc.
44265 Plymouth Oaks Boulevard
Plymouth, Michigan 48170

Ph (734) 455-8600
Direct (734) 582-4902
Fx (734) 455-8608

TTL - Environmental, Geotechnical and Materials Testing Services

Stimple, Brad

From: Stimple, Brad
Sent: Wednesday, September 04, 2013 9:55 AM
To: 'Paula Boase'
Cc: 'Rob Clark'; 'Steve Gach'
Subject: ED and Borrower Acceptance Willow Run and DEarborn City Hall

Paula, both Eligibility Determinations for RLF funding are accepted. Willow Run dated 8/21/13, and City of Dearborn dated 8/30/13. Please forward all necessary loan and cleanup documents to me for review and approval. All relevant documents and any Administrative Record info should be placed on a CD and forwarded to me when complete. Thanks. Brad

Brad Stimple
USEPA Region 5
Brownfields Project Manager
25063 Center Ridge Road
Westlake, Ohio 44145
stimple.brad@epa.gov
Office: 440.250.1717
Cell: 440.476.8577
Fax: 440.250.1750



44265 Plymouth Oaks Blvd.
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August 30, 2013

Project No. 10284.01

Mr. Brad Stimple
Brownfields Project Manager
U.S. Environmental Protection Agency, Region 5
25089 Center Ridge Road
Westlake, Ohio 44145

**Re: Site Eligibility and Borrower Eligibility
US EPA Revolving Loan Fund Loan
Willow Run Airport
Hangar #2
Van Buren Township, Michigan**

*Accepted 9/4/13. Email sent
BSG*

Dear Mr. Stimple:

On behalf of the Downriver Community Conference (the Cooperative Agreement Recipient (CAR)), TTL Associates, Inc. (TTL) is pleased to present this Site Eligibility and Borrower Eligibility information summary for the Hangar #2 site at the Willow Run Airport in Van Buren Township, Michigan. The Hangar #2 building and ramp areas comprise approximately 5.5 acres and is located in the southwestern corner of the 2,600-acre Willow Run Airport. The DCC plans to issue a loan to the Wayne County Airport Authority (Airport Authority) under the Downriver Community Conference's 2009 U.S. EPA Revolving Loan Fund Grant to remove asbestos-containing materials (ACMs) from the site building prior to building demolition. Hangar #2 is currently vacant and is a prime location for aviation-related redevelopment. However the demolition costs, in particular the costs associated with the removal of the identified ACM, have been an impediment to redevelopment.

According to the Michigan Historic Sites website (<http://www.mcgi.state.mi.us/hso/sites/>), maintained by the Michigan State Historic Preservation Office, Hangar #2 is not listed as a historical site.

1. Identify the proposed borrower. Include the organizational name and address.

The proposed borrower is:

Wayne County Airport Authority
Detroit Metropolitan Wayne County Airport
L.C. Smith Building - Mezzanine
Detroit, MI 48242
Telephone: (734) 247-7371

2. Identify (a) whether the site is contaminated by petroleum or hazardous substances; (b) the operational history and current uses(s) of the site; (c) how the site became contaminated; and (d) the nature and extent of contamination.

a. The site building contains asbestos-containing materials (hazardous substances) in several locations.

b. Ford Motor Company, under contract with the United States Advisory Council for National Defense, began construction of the Willow Run airfield and a nearby, off Airport factory complex in March of 1941. Multiple facilities were constructed at Willow Run Airport to support the nearby manufacturing of the B-24 Liberator Bomber, including two nearly identical aviation hangars (known as Hangar #1 and Hangar #2). The subject of this project is Hangar #2, an eight bay, vacant 235,000 square foot hangar. The last of the 8,685 B-24 Liberators were manufactured in June of 1945. In 1947, Ford Motor Company sold Willow Run Airport (including the hangars) to the University of Michigan for use in aeronautical instruction and research as well as use as a public airport. In 1977, the University of Michigan transferred ownership to the Board of County Road Commissioners (County of Wayne), the current fee simple property owner. Hangar #2 continued to be used for a variety of aircraft maintenance, testing and support services through 2010, when the Airport Authority completed the initial phase of redevelopment by relocating a primary water main from within the Hangar #2 building to allow unimpeded redevelopment of the building site.

c. Hangar #2 had building materials installed that contain asbestos during the original building construction and/or subsequent building renovation activities.

d. ATC Associates, Inc. surveyed Hangar #2 for potential hazardous materials/equipment that may require removal and special handling prior to building demolition. The survey identified a large amount of ACM, including transite ducts (67,417 SF), transite panels (130,000 SF), floor tile (41,210 SF), thermal and non-thermal system insulation and fittings (14,640 SF), window caulk (44,000 LF), and smaller amounts of several additional ACM building materials. The survey also identified PCB and non-PCB light ballasts, mercury devices, two small transformers, and fluorescent and high-intensity discharge light bulbs in the building.

3. Affirm that the site is (a) not listed or proposed for listing on the National Priorities List; (b) not subject to unilateral administrative orders, court orders, administrative orders on consent, or judicial consent decrees issued to or entered into by parties under CERCLA; and (c) not subject to the jurisdiction, custody, or control of the United States government.

a. Affirmed.

b. Affirmed.

c. Affirmed.

4. Affirm that the CAR is not potentially liable for contamination at the site under Section 107 of CERCLA (e.g., as a current owner or operator, as an owner or operator at the time of disposal of a hazardous substance, a party that arranged for treatment/disposal of a hazardous substance, or a party that accepted a hazardous substance for transport to the site), and explain why.

Affirmed based on the following: The CAR has never been an owner, operator, generator or transporter at the site as those terms are defined under CERCLA. In addition, to the best of the CAR's knowledge, the site has never been used to dispose of or transport hazardous substances.

5. (a) Identify known ongoing or anticipated environmental enforcement actions related to the brownfield site for which funding is sought. (b) Describe any inquiries or orders from federal, state or local government entities that the CAR is aware of regarding the responsibility of any party, including the proposed borrower/subgrantee, for the contamination at the site.

a. None known.

b. None known.

6. If the proposed borrower does not own the site, affirm that the proposed borrower did not: (a) arrange for the disposal of hazardous substances at the site; (b) transport hazardous substances to the site; and (c) cause or contribute to any releases of hazardous substances at the site. (d) Describe the proposed borrower's relationship with the owner of the site and the owner's role in the work to be performed. Indicate how the proposed borrower will gain access to the site.

a. Affirmed.

b. Affirmed.

c. Affirmed.

- d. The County of Wayne, Michigan owns the site. In 2002, pursuant to Michigan Public Act 90 of 2002, the Airport Authority was established and the full management and operational jurisdiction of Detroit Metropolitan Wayne County Airport and Willow Run Airport were transferred from the County of Wayne to the Airport Authority (the borrower).

7. If the proposed borrower owns the site or will acquire the site prior to clean up, respond to the following. Describe: (a) how the proposed borrower acquired or will acquire ownership (e.g., by negotiated purchase from a private individual, by purchase or transfer from another governmental unit, by foreclosure of real property taxes, by eminent domain, or other (describe)); (b) the date the proposed borrower acquired or will acquire the property; (c) the name of the party from

whom the proposed borrower acquired or will acquire ownership; (d) all familial, contractual, corporate or financial relationships or affiliations the proposed borrower has or had with all prior owners or operators (or other potentially responsible parties) of the property (including the entity from which the proposed borrower acquired the property); (e) and whether the proposed borrower is potentially liable under Section 107 of CERCLA and if not, why not.

- a. The Airport Authority has operational jurisdiction over the site as noted in the response to item 6.) d.), above.
- b. The Airport Authority has operational jurisdiction over the site as noted in the response to item 6.) d.), above.
- c. The Airport Authority has operational jurisdiction over the site as noted in the response to item 6.) d.), above.
- d. The Airport Authority has operational jurisdiction over the site as noted in the response to item 6.) d.), above.

e. See the response to item 4.

8. (a) Identify whether all disposal of hazardous substances at the site occurred before the proposed borrower acquired (or will acquire) the property and whether the proposed borrower caused or contributed to any release of hazardous substances at the site. (b) Affirm that the proposed borrower has not, at any time, arranged for the disposal of hazardous substances at the site or transported hazardous substances at the site. (c) If the proposed borrower has ever owned the site before, what CERCLA Section 107 liability defense does the proposed borrower have for that period of ownership of the site?

a. No known disposal of hazardous substances is believed to have occurred at Hangar #2. Subsurface sampling and visual observation support this belief. The ACM building materials were installed in Hangar #2 prior to the creation of the Airport Authority and its operational jurisdiction of the site.

b. Affirmed.

c. Wayne County and/or the Wayne County Airport Authority had no involvement with the site prior to 1977, well after manufacturing-related activities at the site ceased.

9. Describe any inquiry by the proposed borrower or others into the previous ownership, uses of the property, and environmental conditions conducted prior to taking ownership. Please include in the description: the types of assessments performed, the dates of each assessment, and the entity for which they were performed (state whether the assessment was performed specifically for the

proposed borrower, or if not, the name of the party that had the assessment performed and that party's relationship to the proposed borrower); and who performed the assessments and identify his/her qualifications to perform such work.

As operator of the site, the Airport Authority contracted Limno-Tech, Inc. to conduct Phase I and Phase II Environmental Site Assessments (ESAs) of Hangar #2. These assessments were conducted in anticipation of the demolition of the building and the redevelopment of the area and were performed to identify potential environmental concerns associated with the planned redevelopment. The Phase I ESA identified recognized environmental conditions (RECs) associated with the historic operations at Hangar #2. The Phase II ESA identified low concentrations of volatile organic compounds, metals, and PCBs in shallow groundwater at the site that slightly exceeded the Michigan Act 451 of 1994, Part 201 drinking water criteria. However, the shallow groundwater is not used for drinking water; therefore, this potential exposure pathway is not complete and the detections were not considered a significant concern.

The Airport Authority also tasked Environmental Consulting Group, Inc. (2007) and American Environmental Consultants, LLC (2008) to conduct visual inspections of Hangar #2 for the possible presence of ACM building materials. These inspections identified several suspected ACMs in the building. As a result of these visual inspections, the Airport Authority contracted ATC Associates, Inc. to complete a formal survey of Hangar #2 for potential hazardous materials/equipment that may require removal and special handling prior to building demolition. The survey identified numerous ACMs, including transite ducts, transite panels, floor tile, thermal and non-thermal system insulation and fittings, window caulk, and several additional ACM building materials. The survey also identified PCB and non-PCB light ballasts, mercury devices, two small transformers, and fluorescent and high-intensity discharge light bulbs in the building.

- 10. Describe all uses to which the property has been put since the proposed borrower acquired ownership (or the uses that you anticipate once the proposed borrower acquires the property) through the present, including any uses by entities other than the proposed borrower. Please provide a timeline with the names of all current and prior users during the time of the proposed borrower's ownership; the dates of all uses; the details of each use, including the rights or other reason pursuant to which the use was claimed or taken (e.g., lease, license, trespass); and the proposed borrower's relationship to the current and prior users.**

The Airport Authority was created and assumed operational control of the airport (and Hangar #2) in 2002. Hangar #2 was used for aircraft and airport maintenance activities. Hangar #2 has been vacant since 2010.

- 11. Describe the specific appropriate care that the proposed borrower exercised (or if the proposed borrower has yet to acquire the property, that the proposed borrower will exercise upon acquiring the property) with respect to hazardous substances found at the facility by taking reasonable steps to: stop any continuing releases;**

prevent any threatened future release; prevent or limit exposure to any previously released hazardous substance.

Hangar #2 was regularly inspected by Wayne County and Airport Authority environmental staff and consultants beginning in 1987. Verification of proper management of all wastes was a component of these inspections and no significant hazardous waste-related incidents have been documented as a result of these numerous inspections. The Airport Authority is in the initial planning stages for the demolition of Hangar #2. The identified ACM and the other hazardous substances identified within Hangar #2 will be removed prior to building demolition to prevent a release of these materials to the environment during the demolition. The ACM will be removed in accordance with the U.S. EPA National Emissions Standards for Hazardous Air Pollutants (NESHAP) by Michigan Department of Environmental Quality (MDEQ) certified asbestos abatement contractors. Air monitoring will be conducted during the asbestos abatement, as required. Asbestos abatement contract specifications will be prepared that will detail these requirements.

12. **Please confirm the proposed borrower's commitment to: comply with all land use restrictions and institutional controls; assist and cooperate with those performing the cleanup and to provide access to the property comply with all information requests and administrative subpoena that have or may be legally issued in connection with the property; and provide all legally required notices.**

Confirmed.

If you have any questions or need any additional information, please contact me at (734) 455-8600, ext. 1235.

Sincerely,

TTL Associates, Inc.



Robin J. Clark
Project Director



DETROIT METRO • WILLOW RUN
WAYNE COUNTY AIRPORT AUTHORITY

**REQUEST FOR BIDS
FOR
BUILDING DEMOLITION AT WILLOW RUN AIRPORT
SOLICITATION NO. 140078
(FEDERALLY FUNDED)**

Issue Date: April 8, 2014

Pre-Bid Conference: April 14, 2014 at 2:00 PM Eastern Time
Wayne County Airport Authority
801 Willow Run Airport
Hangar 1 – Third Floor Conference Room
Ypsilanti, Michigan 48198

Site Visit: April 14, 2014 following Pre-Bid Conference
(Recommended/Not Mandatory): **RSVP Required**
Submit RSVP via E-mail to: purchasing.questions@wcaa.us by Noon, April 11, 2014

Early reservations are strongly encouraged as tour arrangements are time sensitive. Required information is as follows: attendee's name, company name, phone number and email address.

Pre-Bid Question Deadline: April 16, 2014 at 2:00 PM Eastern Time
E-mail: purchasing.questions@wcaa.us
(Reference Solicitation No. 140078 in subject line of all e-mails)

Bid Deadline: April 29, 2014 at 2:00 PM Eastern Time
(Late Bids will not be accepted.)

Bid Submission Location: Wayne County Airport Authority Procurement Department
Detroit Metropolitan Wayne County Airport
L.C. Smith Building - Main Lobby (Northwest corner)
Detroit, Michigan 48242

Procurement Contact: Veronica A. Caston-Frost, CPPO, C.P.M.
Senior Solicitation Manager
Phone: 734 247.7900, Fax: 734 955.5648

NOTE: Detroit, Michigan 48242 is the mailing address of Detroit Metropolitan Wayne County Airport. The Detroit Metropolitan Airport is physically located within the boundaries of the City of Romulus, Michigan.

DESCRIPTION: Bids are being solicited by the Wayne County Airport Authority (Airport Authority) for a building demolition project at Willow Run Airport. The Hangar 2 Demolition project, will include, but not be limited to, the following: Abatement of hazardous materials, utility disconnect and reroute and building demolition and site restoration for Hangar 2 (former aircraft hangar). **(This Contract is subject to Davis-Bacon Act Wages Requirements.)**

See page 2 of this document for information on obtaining this RFB and documentation related to this RFB.

PARKING ADVISORY -- ALLOW SUFFICIENT TIME FOR PARKING - Parking is available in the Blue Deck Parking Structure. From the Blue Deck, pedestrians may access the L.C. Smith Building by using the Pedestrian Bridge on the 3rd level at the south end of the Blue Deck.

The documents issued with this RFB can be viewed or purchased by accessing/contacting the following:

- 1) To view only the RFB, all attachments (except Attachment E – Construction Documents), and all addenda, visit the following location:

Wayne County Airport Authority Procurement Department
Detroit Metropolitan Wayne County Airport
L. C. Smith Building - Main Lobby
Detroit, Michigan 48242
734 247.7900

- 2) To download this RFB, all attachments (except the SSI bid drawings and specifications referenced above), and all addenda, access the Wayne County Airport Authority website at: <http://www.wcaa.us/Business/BusinessOpportunities/CurrentSolicitations.aspx> then select Michigan Intergovernmental Trade Network (MITN) link. This RFB may also be viewed and downloaded directly from the MITN website at: <http://www.mitn.info/>
- 3) To **obtain by purchase** the SSI drawings, specifications and compact disk with reference documents in Attachment E, contact the following:

Reprographics One, Inc.
36060 Industrial Rd.
Livonia, MI 48150
Telephone: 734 542.8800
Fax: 734 542.8480

The Bidder is responsible for the cost of printing and shipping Attachment E – Construction Documents (Drawings, Specifications, and Compact Disk with Reference Documents). The estimated cost for printing all documents and the CD included in Attachment E is \$40.00. Cost does not include shipping and tax. The Bidder should contact Reprographics One Inc. for an exact amount and shipping options. All drawings will be printed on 24" x 36" sheet size, regardless of original drawing scale, size or format. All specifications will be printed on 8.5" x 11" sheet size. No partial sets will be issued.

The bid drawings and specifications included with this solicitation and available for purchase are considered Sensitive Security Information (SSI) and as such are controlled under 49 Code of Federal Regulations (CFR) Parts 15 and 1520. Bidders will be required to execute a Document Security Agreement for Sensitive Security Information when purchasing the bid drawings and specifications.

Copies of this solicitation document and any issued Addenda may also be obtained from the Procurement Department, Detroit Metropolitan Wayne County Airport, L.C. Smith Building, Main Lobby, Detroit, Michigan 48242, 734 247.7900.

The Airport Authority is pleased to announce our on-line Vendor Self Service (VSS). To do business with the Airport Authority and receive notification of future bidding opportunities, click the following web link to register: <https://wcaa.munisselfservice.com/Vendors/default.aspx>. When registered, vendors may more easily receive awards, as well as, view and track invoices online. Vendors MUST respond in accordance with the solicitation document instructions.